

# **EXHIBIT A**

***May 20, 2025 NGCB Cease-and-Desist Letter***

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JOE LOMBARDO  
Governor

**NEVADA GAMING CONTROL BOARD**

1919 College Parkway, Suite 110, P.O. Box 8003, Carson City, Nevada 89702  
7 State of Nevada Way, Las Vegas, Nevada 89119  
3650 S. Pointe Circle, Suite 203, P.O. Box 31109, Laughlin, Nevada 89028  
557 W. Silver Street, Suite 207, Elko, Nevada 89801  
9670 Gateway Drive, Reno, Nevada 89521

KIRK D. HENDRICK, *Chairman*  
HON. GEORGE ASSAD (RET.), *Member*  
CHANDENI K. SENDALL, *Member*

May 20, 2025

Las Vegas  
(702) 486-2000

Travis McGhee  
Chief Executive Officer  
North American Derivatives Exchange, Inc.  
dba Crypto.com | Derivatives North America  
200 W. Jackson Blvd, Suite 1400  
Chicago, IL 60606

Kevin Dan  
Chief Compliance Officer  
Chief Regulatory Officer  
North American Derivatives Exchange, Inc.  
dba Crypto.com | Derivatives North America  
200 W. Jackson Blvd, Suite 1400  
Chicago, IL 60606

lawenforcementglobal@crypto.com

Via FedEx Priority Overnight and Electronic Mail

Re: Order to Cease and Desist Unlawful Activity in the State of Nevada

Dear Messrs. McGhee and Dan:

The Nevada Gaming Control Board (NGCB) is aware that Crypto.com has been offering, and continues to offer, event-based wagering contracts in Nevada on sporting events through its exchange. The NGCB's Enforcement Division has verified these facts. Based on an NGCB review of the function of the contracts, and in consultation with the Gaming Division of the Nevada Office of the Attorney General, Crypto.com is hereby notified that offering event-based wagering contracts is unlawful in Nevada, unless and until approved as licensed gaming by the Nevada Gaming Commission.

Presuming that Crypto.com consulted with Nevada legal counsel, your company was undoubtedly advised that Nevada has a long and storied history of strictly regulating gaming activity. Encompassed within such strict regulation is the requirement that a person must be licensed to operate a sports pool in Nevada. NRS 463.160 and 463.245. A sports pool is a person in "the business of accepting wagers on sporting events or other events by any system or method of wagering." NRS 463.0193. Systems and methods of wagering include percentage games where an entity does not act as the "house" but only

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takes a cut of the amounts wagered. A “sporting event” is “an individual race, game, match or contest, and any group, series or part thereof.” Nev. Gam’g Comm’n Reg. 26B.020(12). Sporting events include, without limitation, collegiate, Olympic, and other amateur sporting events. See Nev. Gam’g Comm’n Reg. 22.010(2). Finally, Nevada law defines a wager as “a sum of money or representative of value that is risked on an occurrence for which the outcome is uncertain.” NRS 463.01962.

The event-based wagering contracts offered through Crypto.com allow a person to place money on the outcome of an uncertain event. Crypto.com allows a person to pay money to enter into a “contract” providing that the person will receive a set payout if the person correctly picks the outcome of the sporting event. The payouts for picking the winner of a sporting event are not based on the actions of the person entering the “contract” through Crypto.com. Finally, Crypto.com is in the business of offering event-based wagering contracts which constitute a system or method of wagering on sporting events and other events. Therefore, by offering event-based wagering contracts in Nevada, Crypto.com is operating as an unlicensed sports pool in violation of NRS 463.160(1)(a) and NRS 463.245(2).

Pursuant to NRS 463.360(3), violation of NRS 463.160 is a category B felony. Crypto.com’s event-based wagering contracts concerning sporting events also violate NRS 463.350, NRS 465.086, and NRS 465.092.

Based on the foregoing, all transgressions by Crypto.com to date are in violation of Nevada law. Moreover, any offenses by Crypto.com after receipt of this letter shall be considered willful violations of Nevada law. Accordingly, Crypto.com is hereby ordered to immediately cease and desist from offering in Nevada any event-based wagering contracts concerning sporting events.

**Written confirmation of Crypto.com’s cessation of all prohibited activities within Nevada is required by 5:00 p.m. on Wednesday, June 4, 2025. Failure to provide confirmation by such time shall be considered as willful intention to violate Nevada law.**

Nothing herein is intended to be, nor shall be, construed as legal advice. Indeed, based on the seriousness of this matter, and the potential for criminal and civil penalties against the company and its representatives, you are strongly advised to seek legal advice from competent counsel regarding Nevada’s gaming laws.

Please be advised that the NGCB, as well as all state and local law enforcement and regulatory agencies in Nevada, expressly reserve all rights to pursue criminal and civil actions based on Crypto.com’s past and future conduct within the state.

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If you or your legal counsel have any questions, please contact John S. Michela, Senior Deputy Attorney General, at JMichela@ag.nv.gov.

Your immediate attention to this matter is appreciated.

Sincerely,

A handwritten signature in blue ink, appearing to read "K.D. Hendrick", with a stylized flourish at the end.

Kirk D. Hendrick  
Chairman

cc: The Honorable Joe Lombardo, Governor of Nevada  
Hon. George Assad (Ret.), Member, Nevada Gaming Control Board  
Chandeni Sendall, Member, Nevada Gaming Control Board  
Kristi Torgerson, Chief, NGCB Enforcement Division  
Craig A. Newby, First Assistant Attorney General  
Darlene B. Caruso, Chief Deputy Attorney General, Gaming  
Jessica E. Whelan, Chief Deputy Attorney General, Complex Litigation  
Alissa C. Engler, Chief Deputy Attorney General, Criminal Prosecution  
John S. Michela, Senior Deputy Attorney General, Gaming  
Records and Research